

Hearing Date: October 25, 2006 at 10:00 a.m. (EDT)
Response Deadline: October 13, 2006 at 4:00 p.m. (EDT)

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ATTORNEYS FOR CREDITOR
Robert Membreno, Trustee of SAI Trust

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	CHAPTER 11
CALPINE CORPORATION, et al,)	Case No. 05-60200 (BRL)
)	Jointly Administered
Debtor.)	

**LIMITED RESPONSE OF ROBERT MEMBRENO, TRUSTEE OF SAI TRUST TO
DEBTORS' FIRST OMNIBUS OBJECTION (DUPLICATIVE CLAIMS, BENEFICIAL
NOTEHOLDER CLAIMS AND EQUITY INTEREST CLAIMS)**

**TO: THE HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE.**

Robert Membreno, Trustee of SAI Trust ("SAI") files this Limited Response of Robert Membreno, Trustee of SAI Trust to Debtors' First Omnibus Objection (Duplicative Claims, Beneficial Noteholder Claims and Equity Interest Claims), and in support hereof, respectfully states as follows:

1. On September 20, 2006, Calpine Corporation, et al., (the "Debtors") filed the Debtors' First Omnibus Objection (Duplicative Claims, Beneficial Noteholder Claims and Equity Interest Claims) (the "Objection").
2. By the Objection, the Debtors seek to disallow (i) Kurtzman Carlson Consultants,

1 LLC's ("KCC") Claim¹ No. 2800 of SAI filed against Geysers Power Company II, LLC on July 27,
2 2006; (ii) KCC Claim No. 2801 of SAI filed against Geysers Power I Company on July 27, 2006;
3 (iii) KCC Claim No. 2804 of SAI filed against Calpine Geysers Company, LP on July 27, 2006; (iv)
4 KCC Claim No. 2807 of SAI filed against Anderson Springs Energy Company on July 27, 2006; and
5 (v) KCC Claim No. 5613 of SAI filed against Geysers Power Company, LLC on July 27, 2006,
6 solely on the ground that such claims are exact duplicates of other claims filed by SAI against one or
7 more of the Debtors.

8 3. The Objection, specifically Exhibit A to the Objection, is unclear as to which claims
9 are to be expunged given the fact that the claim numbers referenced in the Objection are the
10 numbers provided by KCC and are not the numbers on the official Claims Registers of each of the
11 Debtors' cases in this Court which SAI was provided at the time of filing its claims. In addition,
12 Exhibit A does not specify the name(s) of which debtor(s) each claim pertains and which case
13 number(s) each claim was filed in.

14 4. To the extent SAI understands (i) KCC Claim No. 2800 to mean Claim No. 47 as
15 shown on the claims register of case no. 05-60200; (ii) KCC Claim No. 2801 to mean Claim No. 48
16 as shown on the claims register of case no. 05-60200; (iii) KCC Claim No. 2804 to mean Claim No.
17 50 as shown on the claims register of case no. 05-60200; (iv) KCC Claim No. 2807 to mean Claim
18 No. 46 as shown on the claims register of case no. 05-60200; and (v) KCC Claim No. 5613 to mean
19 Claim No. 49 as shown on the claims register of case no. 05-60200, and that SAI maintains at least
20 one claim against each of Calpine Corporation; Geysers Power Company II, LLC; Geysers Power I
21 Company; Calpine Geysers Company, LP; Anderson Springs Energy Company; and Geysers Power
22 Company, LLC; SAI does not oppose the relief sought by the Debtors.

23 5. SAI, however, opposes any suggestion by Debtors that its claims are valued at \$0.

24 Dated: October 13, 2006

CAMPEAU GOODSSELL SMITH

25 /s/ William J. Healy

26 William J. Healy

27 Attorneys for Creditor

28 ¹KCC Claim numbers refer to the unofficial list of claims provided by KCC. All other claim
numbers refer to the official Claims Register as maintained by the Bankruptcy Court